RiNo BID Board Meeting Packet
Wednesday, June 26, 2024

This packet typically includes a draft of the previous meeting minutes and other relevant information for the board meeting.
BID Mission Statement: To ensure that the BID area is an inclusively vibrant, equitable, creative, livable community by funding initiatives to support small businesses and artists, humanize the built environment, increase environmental sustainability, and maintain partnerships as a collective voice of the community.

Executive Session: If needed, an executive session may be called pursuant to and for the purposes set forth in C.R.S. § 24-6-402(4), after announcement of the specific topic for discussion and statutory citation authorizing the executive session, and a vote of two-thirds of the quorum of the Board present. Executive Session pursuant to Section 24-6-402(4)(e), C.R.S., to discuss matters subject to negotiation regarding Board governance, Board direction and appointments to the Board of Directors.

Virtual Meeting Information:
Join the Zoom Webinar by clicking here

1. **Call to Order, 3:00 PM, Diana Merkel**

2. **Voting Matters, 3:05 PM, Diana Merkel, Adam Larkey, CBA  Vote**
   - **Approve May Meeting Minutes**
     - *Motion: I motion to approve the May meeting minutes.*
   - **Approve May Financial Statements**
     - Presentation of May Financial Statements
     - Discussion of BID financials
     - *Motion: I motion to approve the May financial statements.*
   - **Approve Ballpark GID boundary overlap**
     - *Motion: I motion to approve the Ballpark GID Boundary and its overlap with the RiNo BID.*

3. **Informational Matters, 3:45 PM, Diana Merkel**
   - Denver Walls update (Ally Grimm)
   - BID Renewal (Andy Mountain)
     - Updates and discussion
   - General discussion and Q&A
     - Opportunity for board members to discuss questions, concerns, and feedback
     - Do we know where we are going? Do we have what we need? Are we healthy?
   - KRW Funding
   - Timeline of next meetings and budgeting process
     - July – discussion of direction and budget priorities for 2025
     - August – joint meeting with all boards to discuss and refine budget priorities for 2025
       - Planning on having this meeting at the same time as the currently scheduled BID Board meeting time in August
     - September – public hearing, vote whether to renew the BID, vote to approve 2025 mill levy and budget

4. **Adjourn, 5:00 PM, Diana Merkel**

**NEXT SCHEDULED BID BOARD MEETING:** July 24, 2024 | 3:00PM-5:00PM
RECORD OF PROCEEDINGS

MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF
RiNo BUSINESS IMPROVEMENT DISTRICT

HELD:
Wednesday, May 22, 2024, 3:08 p.m., Taxi – Flight I Building

ATTENDANCE:
The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

   Adam Larkey
   Diana Merkel
   Jevon Taylor
   Obe Ariss
   Alison Nestel-Patt
   Danny Newman
   Spencer Fronk
   Jason zumBrunnen
   Carla Mestas

   Staff Present: Sarah Cawrse, Adrienne Villa, Rob Gray, and Brittany Ross with RiNo Art District.

   Others Present: Karen Zuppa with C B Accounting, Tom George with Spencer Fane, Andy Mountain with GBSM, Linda Engle with CSG

CALL TO ORDER:
Director Merkel called the meeting to order.

PUBLIC COMMENT PERIOD:
Director Merkel explained that this is a public meeting and there is a process that public attendees must follow during the public comment period. The Board Chair will open the public comment period and will call on attendees to speak in order they signed up via Zoom chat. Each speaker will get three minutes to speak with no interruptions and the comment period is capped at 10 minutes or the equivalent of 3 speakers.

Public Speakers: Sonia Danielsen, Tai Beldock commented on the BID Renewal Process.
BID RENEWAL PROCESS UPDATE:

Ms. Cawrse introduced Mr. Mountain, GBSM. He gave a brief history of GBSM and what the team will be doing for the RiNo BID renewal.

- Mr. Mountain and Ms. Jeanine Hahn will be the main contacts for RiNo BID
- GBSM will present an update at every BID board meeting
- The Renewal Process Timeline was reviewed

Focus groups will be a mix of geographic diversity, broad cross section

Director Fronk requested information on the engagement plan with residents and non-property owners. It was noted that apartment complexes do not count in BID.

Mr. George with Spencer Fane – requirements and how they apply to who is engaged, etc.

Mr. George’s predecessor formed the RiNo BID & GID. This was a 10-year concept for most of the BID & GID in Denver, hearing in 9th year, if deemed successful request to city to repeat BID

Who – this BID board determines if BID continues

Mr. George read the ordinance – obtaining the property owner’s comments would be bare minimum requirement. BID property database needs to be updated.

Ms. Cawrse shared that she has met with Cherry Creek BID regarding their database. They have someone who goes door to door, however there are still insufficiencies.

It was noted that typically City Council would follow the lead of the district rep

BIDs formed by petition of property owners, then goes to council for vote
**BID PROTOCOL FOR RECORDS & OPEN MEETINGS:**

Ms. Cawrse introduced Mr. George, Spencer Fane who reviewed the BID protocol for records and open meetings.

- Explained Colorado Open Records Act (CORA) and Sunshine Law
- All BID Board meetings require 24-hr notice and the public can attend in person, phone, or hybrid.
- A quorum of 3 BID board members, phone calls included qualifies as a BID board meeting
- RiNo staff must bcc: BID board members always, besides emails asking for meeting availability
- Public Comment Speaking during a board meeting – optional – there is no requirement for board to open the floor to public
- Study sessions, board retreat, etc. need to be open to public
- Conduct needs to be set by board. There needs to be rational perimeters. Public can be removed for misconduct.
- Record of board meeting minutes if audio or video needs to continue
- Executive Sessions - can hold to discuss negotiations, personnel matters, legal questions/matters
  - public is not allowed
  - can be board members only, staff would be asked to leave the room
- A vote can only be done in a board meeting, Mr. George recommends that votes do not happen via email as it is not legal nor official
- CORA
  - all documents you see or hear will be open not public inspection
  - RiNo has a CORA policy that we have adopted. It must be a record of the BID.
  - If a document is pending, do we wait on draft do we send or wait until final document? It depends on the situation. It is not official as it was a study.
  - When requested, BID has 3 days to respond. There is a fee for requesting this information. The request must go to RAD.
- If a board member has a direct financial interest must recuse themselves from a vote.

**VOTING MATTERS:**

**Approval of BID Board Minutes** – The April 24th Board Meeting Minutes were unanimously approved by the BID Board Members who were present at those meetings.

**Approval of BID Financial Statements** – Ms. Zuppa reviewed the April 2024 financials. She stated that the new format was compiled using a new software program.
• Ms. Cawrse provided the financial summary. These changes were based on feedback from the board.
• Budget vs Actuals – reflects entire year instead of one month at a time
• Director Fronk questioned the line item for bilingual communications – will this be spent all at once, for now this is just broken down per month. Ms. Cawrse & Ms. Zuppa will eventually show this when the funds are spent in what month.
• CBA & RiNo staff are meeting with John Cutler & Associates (auditor) on June 6th to discuss if the monies are not spent, do we roll that money into next year? Mr. Cutler will confirm this.
• Unrestricted & Restricted funds will be clarified during this meeting with Cutler.
• HVAC system is being paid from GiD & RAD. GiD has line item for Truss House maintenance
• ArtPark Budget first draft is being worked on, incorporating staff salary into the report
• BID pays to RAD, KRW to RAD – this is due to management agreement
• Management and Admin Activity by Month – projects hiring 2 staff: one in June & one in July, this is a draft report currently
• Total Gen Bus Expenses – 17% is spent on staffing – management agreement covers more than just staffing, it is office rent, insurance, etc.

Director Merkel requested to approve the April 2024 BID financials. Director Larkey motioned to approve, and Director Ariss seconded. The board approved but it was not unanimously. Director Newman and Director Fronk did not approve as they do not agree with the management agreement.

Secretary Board Seat – Ms. Cawrse asked if any board member has interest in being BID Secretary? This is necessary to follow bylaws. The BID Secretary would be in the seat until end of 2024. Currently, no board member expresses interest. Will vote at next board meeting.

INFORMATIONAL MATTERS:

Clean Team Ambassadors – Ms. Engle with CSG introduced Rob, Ops Manager, who is one of the supervisors of the maintenance crew. Ms. Engle works directly with Ms. Cawrse on dispatch, reporting & priorities.

• CSG has been in the field since May 4th. There is a group of 4 techs – 1 sup, 3 techs.
• Working on graffiti & trash removal, alley issues, large bulk pick up, currently catching up on the work as the previous company was not addressing issues as they should have been
• CSG states that they maintain building to curb line
• One time clean of the alleys on eastside of tracks, alleys are the property owner’s responsibility
May extend work boundaries – see map below

Reporting system will be rolled out to board members in the next few months. The system will filter the requests.

Crew will wear uniforms with the RiNo logo

CSG does snow removal and anti-graffiti shellac. However, this is not originally in the contract, we could utilize this team in the winter. This would be something that Ms. Cawrse would need approval for. Ms. Engle shared that they have worked with artists to remove graffiti as well.

Ms. Cawrse shared recent photos of the maintenance that has occurred in recent weeks as well as a map of existing and proposed work boundaries.
**Secretary Board Seat continued** – Director Ariss was unanimously voted in as RiNo BID Secretary.

**Upcoming Meetings & Other Updates** –

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<thead>
<tr>
<th>Month</th>
<th>Topic</th>
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<tbody>
<tr>
<td>June</td>
<td>Continuation of board retreat conversations, finance chart of accounts updates</td>
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<td>July</td>
<td>Complete financial report update, BID/GID meet to begin budget discussions</td>
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<td>August</td>
<td>All four boards meet for organization-wide budget discussion and check-in post-boards retreat</td>
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<td>September</td>
<td>Housekeeping meeting for 2025 (approve budget, vote on board seats, etc.)</td>
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<td>October</td>
<td>Revisit board structure &amp; policies conversations from retreat</td>
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<td>November</td>
<td>Handbook presentation with Kate Kalstein</td>
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<tr>
<td>December</td>
<td>No meeting</td>
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<td>• End of year social event with all boards</td>
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<td></td>
<td>• Written summary of year-to-date activities</td>
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<td>• 2025 board meeting dates and topics shared</td>
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**OTHER BUSINESS:**

Director Merkel stated that public comment will not be allowed during the BID board meeting going forward.

There is no other business to discuss.

**ADJOURN:**

There being no further business to come before the Board and upon motion duly made, seconded, and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

________________________________________
Secretary to the Board
RiNo Art District, KRW, BID & GiD Project Update

Dear Sarah, Alye, RAD, KRW, BID, and GiD Boards –

As we near the completion of our project (outlined in the initial scope of work: Governance Review and Facilitation Support), I wanted to take this opportunity to provide a comprehensive project update. Don’t hesitate to let me know if you have remaining questions or if I can provide any other support.

Summary of Work to Date

- February 2024: Initial request for materials, project introduction shared with all four boards, observation of board meetings (RAD, KRW, BID & GiD), and follow up meeting with Alye and Sarah for additional feedback and clarifications.
- March 2024: Continued document review, survey development/all board survey and response analysis, check in meetings with Co-Executive Directors as part of retreat planning, initial governance handbook outlines, and development of retreat draft agenda for feedback.
- April 2024: Staff meeting observation, leadership check in meetings with Co-Executive Directors and individual board members, continued retreat material development, continued governance handbook drafting, retreat facilitation and follow up notes. Debrief meetings with GiD, BID, and Co-Executive Directors.
- May 2024: RAD and KRW debrief meetings, exploration of GiD job description with GiD Chair (and drafting refinements), handbook drafting and job description refinements. Executive Committee check-in meeting.
- June 2024: Draft RAD Handbook and policy review with Alye and Sarah.

Handbook development includes an overview of the RiNo Art District family of four organizations, history, structure, program, funding/budget and strategic plan overviews. Each board (for example RAD or KRW) also has a specific board orientation portion of the handbook with relevant governance policy including board specific information as well as budget process and decision-making policy to outline the interconnected elements of leadership.

Please note I will be on sabbatical June – August 2024 (taking time off for the first time in 15 years, except for four weeks after the birth of my daughter 11 years ago).
Proposed Phase II (anticipated September 2024 – March 2025)

- Development of complete board handbooks for BID and GID (including refinement to BID job description). The first portion of the handbook will mirror RAD and KRW with overview information on the entire RiNo Art District family of organizations with a second board orientation specific portion to follow.
- Additional governance policy refinement/development (areas where policy did not exist for the board handbooks including decision making policy/process.
- Development of strategic board recruiting/transition plans for RAD, KRW, BID & GID including support for anticipated fall 2024 transitions.
- Development of strategic board orientation materials for each board of directors based on the revised board handbooks.
- Support for monthly board meeting agenda planning
- Bi-monthly check-in and planning meetings with board/staff leadership. Additional meetings as needed.
- Implementation support for enhanced governance practices.
Information about the Ballpark GID and consent for overlap:

Spencer Fane, the attorneys we work with, are working with the City and County of Denver to establish the Ballpark General Improvement District, which slightly overlaps with RiNo. The City is requesting a letter from RiNo to approve the overlap. As you know, with these downtown districts, everyone wants to work together instead of encroaching on another’s turf. Regardless, the City wants to know RiNo is okay with it.

Here is more information from Spencer Fane:

There currently is a Local Maintenance District (LMD) along Broadway that crosses into the RiNo BID. The LMD handles certain maintenance that is not handled by the BID. The Ballpark GID is going to take over that work, and the LMD is going to be dissolved when the new Ballpark GID is created.

The property owners are aware and approve of the overlap. Per the people organizing the District, the District actually had to do that because there is currently an LMD and in order to get that to go away, the City made us include it in the GID as RiNo doesn't really do those sorts of maintenance things.

There are signed petitions for some of the owners within RiNo, but whether the owners approve is really up to the City to decide—there is a process for owners to ask to be excluded from a newly formed GID and they all get notice of the formation hearing. So, if they want to object to being in the Ballpark GID, they can ask to be excluded at the formation hearing (but they’d still have to pay more because the LMD would remain in place). The City’s formation of the Ballpark GID is essentially ‘proof’ that the property owners within the overlap are aware, but the City just wants to know that the RiNo BID discussed the overlap and are on the same page regarding the division of work between the RiNo and Ballpark.

For your information, the services the Ballpark GID intends to provide are:

- Safety and Security
- Navigation Team for People Experiencing Homelessness and Coordination with Social Service Providers
- Enhanced Cleaning
- Infrastructure, Landscaping, and Special Projects
- Community Ambassadors
- Administration and Management

We do not foresee any issues with conflicts – the Ballpark GID is only intended to provide services not provided by RiNo and that is all its operating plan will allow. Crossover is common, especially when—as here—different services are being provided (such as fire districts and libraries covering the same property).

The next page includes language around what the current services of the LMD are and a bit of an explanation of how dissolution of the LMD and transferring of the services over to the new GID would work.
LOCAL MAINTENANCE DISTRICT DISSOLUTION

There are currently four (4) LMDs that are providing services in the proposed Ballpark GID boundaries. These include:

- **Broadway Viaduct LMD** – Along both sides of Broadway between approximately 300 feet north of Blake Street and Lawrence Street. Provides tree replacement and care, trash receptacle emptying, hand watering of trees and other special projects. 2024 annual budget: $52,600.

- **20th Street LMD** – Along both sides of 20th Street between Wazee Street and Larimer Street. Provides weekly trash and litter pickup, pruning and mulching of trees, tree grate repair and replacement, installation and care of trash receptacles, hand watering and irrigation for trees. 2024 annual budget: $61,800.

- **22nd Street and Park Avenue West LMD** – Along both sides of 22nd Street from Blake Street to Stout Street; and along both sides of Park Avenue West from Vacated Potter Court to Stout Street. Provides tree maintenance, trimming, replacement and hand watering as well electricity to pedestrian lights. 2024 annual budget: $119,945.

- **Consolidated Larimer Street LMD** – Along both sides of Larimer Street between 20th Street and Park Avenue West. Provides trash and litter pick up, steam cleaning of sidewalks, pruning and replacement of trees and care and replacement of tree grates, electrical repair on pedestrian lights, repair of trash receptacles, hand watering of some trees and maintenance of irrigation on others, electrical for the lights and other special projects. 2024 annual budget: $89,200.

The total budget for all the LMDs in 2024 is $323,545. Additionally, each of the LMDs have reserve funds. Upon successful formation and TABOR election of the Ballpark GID, it is anticipated that City Council will consider dissolution of the LMDs and the Ballpark GID will take on the responsibilities and financial costs of delivering these services going forward. Any reserves remaining in the LMDs will be transferred to the Ballpark GID. Each respective LMD’s funds that are transferred over to the Ballpark GID upon its dissolution will be segregated and limited to being spent by the Ballpark GID within the boundaries of that particular LMD.
Dear City and County of Denver,

On behalf of the RiNo Business Improvement District (BID), we are aware that the Ballpark General Improvement District is proposed to be established within the City and County of Denver, and that the improvements or facilities to be financed, established, or operated by the Ballpark General Improvement District does not duplicate or interfere with any other improvements or facilities already established or operated by the RiNo BID.

The Board of Directors of the RiNo BID have consented to the overlap of the Ballpark GiD.

Sincerely,

Sarah Cawrse, Executive Director, Urban Strategy & Design

RiNo Art District